

Exhibit 1

Opinion, dated October 4, 2005, pending adjudication by this Court of Appellee's companion Motion to strike items improperly designated by Appellant to be included in the record on this Appeal (the "Motion to Strike"), filed contemporaneously herewith.

**THE COURT SHOULD STAY ALL PROCEEDINGS
IN THIS APPEAL PENDING RESOLUTION OF APPELLEE'S
MOTION TO STRIKE IMPROPERLY DESIGNATED ITEMS**

1. Contemporaneous with the filing of this Motion, Appellee has moved to strike various items included by Appellant in its designation of the record on appeal herein, on the basis that Appellant has improperly attempted to include in the record on appeal a number of documents which were (a) not part of the record in connection with either the specific contested matter below or the Debtors' bankruptcy cases in general and (b) not considered by the Bankruptcy Court in entering the October 4 Order.

2. Appellee should not be put to the burden and expense of preparing its brief on the merits of this Appeal or responding further to filings by Appellant until the Motion to Motion to Strike is adjudicated.

3. Accordingly, Appellee requests that the Court enter an order extending the time for it to file its answering brief on the merits of the Appeal to a date that is ten (10) days after the entry of a dispositive order adjudicating the Motion to Strike has become final and not subject to an appeal.

WHEREFORE, for the foregoing reasons, Appellee respectfully requests that the Court

enter an order granting it the relief requested and such other relief as is just and proper.

Dated: December 19, 2005

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strike items improperly designated by Appellant to be included in the record on this Appeal (the “Motion to Strike”); and after due deliberation and for cause shown, it is hereby:

ORDERED, that the Motion is granted and the Appellee is not required to file its answering brief to the Appeal until ten (10) days after entry of a dispositive order adjudicating the Motion to Strike has become final and not subject to an appeal.

Dated: _____, 200__

United States District Judge

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